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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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JOINT STIPULATION AND AGREED ORDER COMPROMISING  
AND ALLOWING PROOFS OF CLAIM NUMBERS 10488 AND 10489  
(BRUCE C. WHEELER AND CANTOR LUKASIK DOLCE & PANEPINTO, P.C.)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), Bruce C. Wheeler ("Wheeler"), and Cantor Lukasik Dolce & Panepinto, P.C. ("CLD&P") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proofs Of Claim Numbers 10488 And 10489 (Bruce C. Wheeler And Cantor Lukasik Dolce & Panepinto, P.C.) and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on July 24, 2006, Wheeler filed proof of claim number 10488 against Delphi, asserting an unsecured non-priority claim in the amount of \$200,000.00 ("Claim 10488"), arising from alleged personal injury.

WHEREAS, on July 24, 2006, CLD&P filed proof of claim number 10489 against Delphi, asserting an unsecured non-priority claim in the amount of \$66,666.66 (together with Claim 10488, the "Claims"), arising from alleged personal injury to Wheeler.

WHEREAS, on September 13, 2007, to resolve the Claims, DAS LLC, Wheeler, and CLD&P entered into a settlement agreement (the "Settlement Agreement").

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that Claim 10488 shall be allowed against DAS LLC in the amount of Sixty Thousand Dollars And Zero Cents (\$60,000.00).

WHEREAS, DAS LLC is authorized to enter into the Settlement Agreement either because the Claims involve ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P.

9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors, Wheeler, and CLD&P stipulate and agree as follows:

1. Claim 10488 shall be allowed in the amount of \$60,000.00 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. Proof of claim number 10489 shall be disallowed with prejudice and expunged in its entirety.

So Ordered in New York, New York, this 10th day of October, 2007

**/s/Robert D. Drain**

Honorable Robert D. Drain  
United States Bankruptcy Judge

AGREED TO AND  
APPROVED FOR ENTRY:

/s/ John K. Lyons

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/s/ Marc C. Panepinto

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